

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
SAN ANTONIO DIVISION**

<b>In re:</b>  <b>GASFRAC ENERGY SERVICES, INC.,</b>  <b>Debtor in a foreign proceeding.</b>	§ § § § §	<b>CASE NO. _____</b>  <b>Chapter 15</b>
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<b>In re:</b>  <b>GASFRAC SERVICES GP, INC.,</b>  <b>Debtor in a foreign proceeding.</b>	§ § § § §	<b>CASE NO. _____</b>  <b>Chapter 15</b>
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<b>In re:</b>  <b>GASFRAC US HOLDINGS, INC.</b>  <b>Debtor in a foreign proceeding.</b>	§ § § § §	<b>CASE NO. _____</b>  <b>Chapter 15</b>
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<b>In re:</b>  <b>GASFRAC ENERGY SERVICES LIMITED PARTNERSHIP,</b>  <b>Debtor in a foreign proceeding.</b>	§ § § § §	<b>CASE NO. _____</b>  <b>Chapter 15</b>
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<b>In re:</b>  <b>GASFRAC Inc.,</b>  <b>Debtor in a foreign proceeding.</b>	§ § § § §	<b>CASE NO. _____</b>  <b>Chapter 15</b>
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<b>In re:</b>  <b>GASFRAC ENERGY SERVICES (US) INC.,</b>  <b>Debtor in a foreign proceeding.</b>	§ § § § §	<b>CASE NO. _____</b>  <b>Chapter 15</b>
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**MONITOR'S EMERGENCY EX PARTE APPLICATION FOR TEMPORARY  
RESTRAINING ORDER AND RELIEF PURSUANT TO SECTIONS 105(A) AND 1519  
OF THE BANKRUPTCY CODE**

Now comes Ernst & Young, LLP (“EY”), as the court-appointed monitor (the “**Monitor**”) and authorized foreign representative of the above-captioned Debtors,<sup>1</sup> and states:

**I.  
JURISDICTION, VENUE, AND CORE ALLEGATIONS**

This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 1334(a) and (b) and 11 U.S.C. § 1501 of the Bankruptcy Code. Venue is proper in this district pursuant to 28 U.S.C. § 1410. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P).

**II.  
EMERGENCY RELIEF REQUESTED**

The Debtors are a group of Canadian-based companies who have filed for restructuring under the Companies’ Creditors Arrangement Act in Canada. The Canadian Court has appointed the Monitor for the Debtors. The Debtors are attempting to sell their assets through a court-supervised procedure. The Monitor has contemporaneously filed a petition for recognition of the foreign proceedings under Chapter 15 of the Bankruptcy Code in this Court. The Monitor is concerned that, if immediate relief staying execution of assets and litigation is not ordered, creditors in the United States will take action that could disrupt the sale and thereby damage the body of creditors and stakeholders. Accordingly, the Monitor seeks emergency provisional relief under 11 U.S.C. § 1519 and 105(a).

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<sup>1</sup> The “Debtors” are the following six entities: GASFRAC Energy Services Inc. (“GESI”), which is the 100% parent company of GASFRAC Services GP Inc. (“GSGP”), GASFRAC US Holdings Inc. (“Holdings”), and the 99.99865% owner of GASFRAC Energy Services Limited Partnership (“GES LP”) (GSGP owns the remaining 0.00135% or one unit of GES LP). Holdings is in turn the 100% owner of GASFRAC Inc. (“GI”) and GASFRAC Energy Services (US) Inc. (“GESI US”).

### III. **SUPPORT FOR THIS APPLICATION**

The Monitor attaches the following Exhibits to this Application.

<b>Exhibit</b>	<b>Description</b>	<b>Comment</b>
A	Form of Order Granting Monitor's Emergency Ex Parte Application For Temporary Restraining Order And Relief Pursuant To Sections 105(A) And 1519 Of The Bankruptcy Code	

The Monitor also requests that the Court take judicial notice of its files in this case, and relies upon Monitor's Notice Of Filing Of Documents In Support Of First Day Motions, filed contemporaneously herewith.

### IV. **BACKGROUND**

#### **A. The Structure and General Operations of the Debtors**

1. The entities seeking protection in the Canadian Proceedings and under chapter 15 of the Bankruptcy Code are the Debtors.

2. GESI is a corporation formed under the Alberta *Business Corporations Act*, R.S.A. c. B-7 of Alberta, Canada (the "ABCA") with its principal place of business located in Calgary, Alberta, Canada. Its shares are publically traded on the Toronto Stock Exchange under the symbol GFS. GSGP is a corporation formed under the ABCA and a wholly-owned subsidiary of GESI. GES LP is a registered partnership formed under the ABCA with GSGP, a corporation registered under the ABCA, owning .00135% and serving as GES LP's General Partner and GESI owning 99.99865% of GSGP's equity. Holdings is a Delaware corporation that is wholly-owned by GESI. GI is a Delaware corporation wholly owned by Holdings. GESI US is a

Delaware corporation wholly owned by Holdings (together, Holdings, GESI US, and GI<sup>2</sup> are “**GASFRAC US**”).

3. The corporate operations of the Debtors are directed and controlled through the parent company, GESI. All of the directors of the Debtors are employees of GES LP or GESI and are located in Canada. Likewise, all of the officers of the Debtors are employees of GES LP or GESI and are located in the corporate headquarters of GESI in Alberta, Canada. All key corporate decision making is directed and controlled at the parent level by GESI, including decisions regarding contracts, accounts payable, accounts receivable, human resources, insurance, capital expenditures and financing. In addition, the working capital financing for the Debtors is provided by PNC Bank Canada Branch (“**PNC Canada**”) located in Montreal, Quebec, Canada through that certain Revolving Credit and Security Agreement dated as of June 19, 2014 (the “**Revolving Facility**”). The Debtors are jointly and severally liable to PNC Canada for sums owed under the Revolving Facility and practically all of the assets of the Debtors are pledged to PNC Canada to secure such obligations. Except for the creation and perfection for security interests in assets located in the United States, the Revolving Facility is governed by Canadian law.

#### **B. Business Operations of the Debtors**

4. Headquartered in Calgary, Alberta with operations throughout Western Canada and the United States, the Debtors have pioneered the utilization of the liquid petroleum gas fracturing process (the “**LPG Fracturing Process**”). GESI is the parent company that owns, operates and funds the subsidiaries as well as the holder of all of the Debtors’ intellectual property. All directors and officers of all the Debtors are based in Canada and are employed by GESI or GES LP. Collectively, the Debtors employ approximately 195 people: 149 in Canada

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<sup>2</sup> Holdings and GESI U.S. Inc. have no employees or tangible assets.

and 46 in the United States, with most employees in the United States working in field offices in Floresville, Texas. The corporate headquarters for the Debtors are located in Calgary, Alberta, Canada.

5. Fracturing in the oil and gas industry has typically consisted of hydraulic fracturing, whereby water is used as the fluid injected with proppant to fracture the rock formation holding the petroleum or natural gas. The LPG Fracturing Process, which replaces water with LPG, is a relatively new technology in the industry, having been developed and first used by the Debtors only six years ago.

6. The LPG Process is advantageous in that it saves on costs and burdens associated with using water for fracturing. In regard to the LPG Fracturing Process, GESI has developed and owns certain intellectual property (the "IP"). The IP consists primarily of 15 product and process patents either issued or pending in Canada, the US and internationally. The IP is essential to the LPG Fracturing Process. The use of the intellectual property by GASFRAC US is not conducted through a formal licensing agreement but with the consent of GESI. The intellectual property is essential to the Debtors' unique place in the market as the single purveyor of LPG technology. The Debtors have also developed fluids that are comprised of mixtures of LPG and other high vapor pressure fluids, including gelled crude oil, which in certain formations are believed to make the fracturing process more efficient and environmentally sound.

7. Since inception, the Debtors have completed over 2,400 fracks at over 700 locations in numerous formations in Canada and the United States, including the Eagleford, San Miguel, Cardium, Viking, Utica and Frederick Brook Shale formations.

8. The Debtors have master services agreements with approximately seven customers located primarily in Canada, however, these agreements simply set out terms in the

event the parties wish to contract with the Debtors at a later date to provide LPG fracturing services. Individual jobs are contracted based on a purchase order which is governed by the master services agreement. The Debtors currently have two contracts to provide LPG fracturing services to customers located in Canada and the US and have recently signed a three year contract extension with one of these customers to provide fracturing services in Western Canada through to September 22, 2017. While contracts exist in respect of two customers, the Debtors' revenue stream from these contracts is dependent on the customers' level of fracturing activity. All contracts with customers must be finalized and approved by GESI.

9. The Debtors' business is seasonal, with fracturing activity curtailed in Canada during the second quarter, during the "spring breakup" period in the oil and gas industry. Fracturing activities of the Debtors in the US are curtailed or in some cases stopped entirely from December to February due to bans in place during the hunting seasons.

10. The Debtors' assets, located in Canada (primarily in Edson, Alberta and Red Deer, Alberta) and the United States (primarily in Floresville, Texas), consist of various equipment, intellectual property, inventory including but not limited to chemicals and proppant, material contracts and contract receivables, leased real property in Alberta, Texas and Oklahoma, as well as owned real property located in Edson, Alberta and Floresville, Texas. Approximately 60-70% of the Debtors' assets are located in Canada and approximately 30-40% are located in the United States.

11. Almost all of the creditors of the Debtors are located in Canada and the United States. For example, of the company's active vendor creditors, 111 are located in the U.S. and 176 in Canada. The overwhelming majority of the amount of the liabilities of the Debtors, including GASFRAC US's individually, are also to Canadian creditors. At the end of December,

2014, the Debtors owe PNC approximately C\$31 million pursuant under the Revolving Facility. In addition, GESI owes approximately C\$40.25 million to unsecured subordinated debenture holders pursuant to a Convertible Debenture dated February 8, 2012 between GESI and Olympia Trust Company, located in Calgary, Alberta, Canada. (the “**Debentures**”). The Debentures are governed by Canadian law. Collectively, the Debtors owe trade creditors, located in Canada and the United States C\$3.8M million and \$10.0 respectively.

**C. Events Leading to the Commencement of the Canadian Proceedings**

12. Despite the benefits to the LPG Fracturing Process, the process can be costly due to its relative novelty and has been slow to gain acceptance in the oil and gas industry. Because it is relatively novel, the infrastructure required to perform the operations associated with the LPG Fracturing Process is expensive and not available in large capacities. The Company has worked to develop much of the equipment necessary to successfully employ the LPG Fracturing Process, but at a significant cost.

13. Over the last year, the Debtors experienced a significant decrease in revenue, primarily due to the level of activity in the Debtors’ three major LPG customers who represent 84.1% of total revenue. As a result of the decrease, the Debtors have expanded into conventional fracturing methods in an attempt to increase revenues. Unfortunately, this expansion have not made up for the overall decrease in revenues. Further, the Debtors have incurred significant costs to acquire the equipment and supplies needed to provide conventional fracturing services.

14. While revenues have decreased, the Debtors’ fixed operating costs have remained relatively unchanged. As a result, the Debtors have been operating at a loss, which losses have been covered to date by draws made under the Revolving Facility. As the Debtors have almost reached the limit of funds available under the Revolving Facility, there is a significant risk that, without another source of interim funding, some cost cutting measures and some form of

restructuring or compromise, the Debtors will not be able to continue operations on a go forward basis. Furthermore, the current environment in the oil and gas industry, namely the precipitous decline in oil prices over the last quarter, has created considerable uncertainty for the Debtors' 2015 revenue stream.

15. Following a review of the Debtors' prospects and in light of the decline in revenues, a special committee of the Debtors' directors was formed in the fall of 2014 to seek strategic alternatives for the Debtors. The special committee retained CIBC World Markets Inc. ("CIBC") in November, 2014 to explore and evaluate a range of strategic alternatives to maximize value for the Debtors and its stakeholders, including but not limited to pursuing a sale of all or a portion of the Debtors' equipment. While CIBC has been unable to close a transaction in the short time it has been working with the Debtors, CIBC has identified potential parties with whom restructuring options may be pursued in the context of the Canadian Proceedings and the proposed Chapter 15 proceedings.

16. The Debtors, together with EY and CIBC, have been working together to create a Sale and Investment Solicitation Process ("SISP") intended to generate interest in either the business or the assets of the Debtors, with the goal of maximizing value and creating the foundations of a plan of compromise in the Canadian Proceedings or arrangement to stake holders. The Debtors anticipate that they will bring an application to the Canadian Court within the next week or two to seek approval for a SISP.

17. In addition to a SISP, the Debtors intend to also pursue alternative options as part of a restructuring, such as reducing or compromising its obligations, minimizing operating costs in various ways, including reducing unnecessary staff and conducting one-off asset sales of surplus assets. Any of these efforts will be undertaken for the purpose of further enhancing the



Debtors' term financial health and liquidity, with the goal of presenting a plan of compromise or arrangement to creditors to maximize value for the benefit of the Debtors' stakeholders.

18. While the Debtor's balance sheet assets are in excess of its liabilities, the Debtors have cash flow issues which require them to undertake some form of restructuring, coupled with cost cutting and/or a capital injection. As a result, the Debtors are not currently able to pay obligations generally as they come due. Therefore, Debtors are insolvent. The Canadian Proceedings and Chapter 15 proceedings are intended to allow the Company an opportunity to continue as a going concern while maximizing value for all of its stakeholders.

#### **D. The Canadian Proceedings**

19. The Companies' Creditors Arrangement Act ("CCAA") is a Canadian federal Act<sup>3</sup> that affords financially troubled corporations the opportunity to restructure their financial affairs through a formal process commonly known as a "Plan of Arrangement." Corporations seeking relief under the CCAA are given the opportunity to avoid liquidation, typically allowing such corporations' creditors to receive some form of distribution for outstanding amounts owing to them while preserving the going-concern value of the corporation. The process under the CCAA is commenced by applying to the Canadian court for protection under the CCAA. The Canadian court will then issue an initial order, giving the debtor thirty (30) days of protection from its creditors to allow for the preparation of the Plan of Arrangement.

20. The initial order will also appoint a monitor for the debtor. The monitor is an independent third party appointed by the Canadian court to monitor the debtor company's ongoing operations and assist with the filing and voting on the Plan of Arrangement. The

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<sup>3</sup> The Court in *In re Fracmaster, Ltd.*, 237 B.R. 627, n. 3 (Bankr. E.D. Tex. 1999) noted that "[t]he CCAA is a Canadian federal statute which provides a statutory system, roughly equivalent to the Chapter 11 process in the United States, whereby corporations which are insolvent may seek court protection from creditor actions as they attempt to restructure their financial affairs, usually by way of a plan of arrangement or compromise with creditors."

monitor's duties also include reporting to the Canadian court on any major events that may impact the viability of the debtor company and notifying creditors and shareholders of any meetings relating to the Canadian Proceedings.

21. On January 14, 2015 the Debtors instituted The Canadian Proceedings by filing applications for the commencement of reorganization proceedings pursuant to the CCAA in the Court of Queen's Bench of Alberta, Judicial Centre of Calgary (the "**Canadian Court**").

22. On January 15, 2015, the Canadian Court granted an Initial Order (the "**Initial Order**") for relief in the Canadian Proceedings, a copy of which is attached as Exhibit GF-4 to the Monitor's Notice Of Filing Of Documents In Support Of First Day Motions.

23. Pursuant to the Initial Order, a stay is in place in Canada<sup>4</sup> which prohibits any proceeding or enforcement process against the Debtors or their assets. Initial Order at ¶ 14. Further, all rights and remedies of any entity, whether judicial or extra-judicial, are stayed and suspended against the Debtors and their assets. *Id.* at ¶ 15.

24. Also, on January 15, 2015, the Canadian Court appointed EY as the Monitor of the Canadian Proceedings under the Initial Order. Initial Order at. ¶ 25. The Monitor's role in the Canadian Proceedings is to supervise the property and business affairs, and the Debtors are obligated to cooperate with the Monitor in this respect. *Id.* at ¶¶ 25-32.

25. The Initial Order also requests "the aid and recognition of any court . . . to give effect to this Order and to assist [the Debtors], the Monitor and their respective agents in carrying out the terms of this Order." Initial Order at ¶ 48. The Initial Order also allows for "[e]ach of [the Debtors] and the Monitor be at liberty and is hereby authorized and empowered to apply to any court . . . , wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order." *Id.* at ¶ 49.

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<sup>4</sup> This stay does not apply to PNC Bank. Initial Order at ¶19.

**E. GASFRAC'S Intended Actions for Reorganization**

26. The Debtors believe the ability to carry on their operations will add value in restructuring and/or selling the business as a going concern. Although this process is still in the developmental stage, the Debtors expect over the coming weeks to pursue a recapitalization or sale of their assets.<sup>5</sup>

**F. The Chapter 15 Cases**

27. Contemporaneously with the filing of this Application, the Monitor filed Official Form No. 1 Chapter 15 petitions for each of the Debtors pursuant to 11 U.S.C. § 1504, 1509(a) and 1515(a).

28. Pursuant to the Initial Order, the Monitor is a foreign representative in a foreign proceeding, and hereby seeks relief under Chapter 15 of the bankruptcy code.

**V.  
ARGUMENT AND AUTHORITIES**

**A. Need for Provisional Relief**

The Monitor has contemporaneously filed petitions for recognition for each Debtor, seeking a recognition and a ruling that the Canadian Proceedings are foreign main proceedings under 11 U.S.C. §§ 1517(b)(1) and 1520 and has sought expedited relief for that petition. Although “[a] petition for recognition of a foreign proceeding shall be decided upon at the earliest possible time,”<sup>6</sup> there is necessarily a gap between the time the petition for recognition is filed and the time the Court makes a decision on whether a proceeding should be recognized, and if so, whether such proceeding is a foreign main proceeding or a foreign nonmain proceeding.

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<sup>5</sup> Indeed, eight months ago, the Debtors obtained an appraisal of its equipment. The fair market value of the equipment alone exceeded the total amount of secured and unsecured debt of the Debtors.

<sup>6</sup> 11 U.S.C. § 1517(c).

Accordingly, the Monitor seeks emergency provisional relief under 11 U.S.C. § 1519 and 11 U.S.C. § 105(a).<sup>7</sup>

The standard for such provisional relief is “where relief is urgently needed to protect the assets of the debtor or the interests of the creditors.” 11 U.S.C. § 1519(a). Pending a determination by the Court on the petition for recognition, the following provisional relief under 11 U.S.C. § 1519(a) is available:

- (1) staying execution against the debtor’s assets;
- (2) entrusting the administration or realization of all or part of the debtor’s assets located in the United States to the foreign representative or another person authorized by the court, including an examiner, in order to protect and preserve the value of assets that, by their nature or because of other circumstances, are perishable, susceptible to devaluation or otherwise in jeopardy; and
- (3) any relief referred to in paragraph (3), (4), or (7) of section 1521(a), namely:
  - suspending the right to transfer, encumber or otherwise dispose of any assets of the debtor to the extent this right has not been suspended under section 1520(a) [11 U.S.C. § 1521(a)(3)];
  - (4) providing for the examination of witnesses, the taking of evidence or the delivery of information concerning the debtor’s assets, affairs, rights, obligations or liabilities [11 U.S.C. § 1521(a)(4)];
  - (7) granting any additional relief that may be available to a trustee, except for relief available under sections 522, 544, 545, 547, 548, 550, and 724 (a) [11 U.S.C. § 1521(a)(7)].

Accordingly, the Monitor requests the following provisional relief, which appears in the Exhibit A proposed form of Order attached:

The terms of the Initial Order be given full force and effect in the United States. 11 U.S.C. §§ 1519(a)(3); 1521(a)(7); 1525(a).

<sup>7</sup> Section 105(a) provides: “The court may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of this title. No provision of this title providing for the raising of an issue by a party to interest shall be construed to preclude the court from, sua sponte, taking any action or making any determination necessary or appropriate to enforce or implement court orders or rules, or to prevent an abuse of process.”

The commencement or continuation of any action or proceeding concerning the assets, rights, obligations or liabilities of the Debtors, including any action or proceeding against EY in its capacity as Monitor of the Debtors, be stayed. 11 U.S.C. §§ 1519(a)(3); 1521(a)(7).

Execution against the assets of the Debtors be stayed. 11 U.S.C. § 1519(a)(1).

The administration or realization of all or part of the assets of the Debtors within the territorial jurisdiction of the United States be entrusted to the Debtors, and the terms of the Initial Order shall apply to the Debtors, its creditors, the Monitor, and any other parties-in-interest. 11 U.S.C. § 1519(a)(2).

The right of any person or entity, other than the Debtors, or the Monitor, to transfer or otherwise dispose of any assets of the Debtors be suspended unless authorized in writing by the Debtors or by Order of this Court. 11 U.S.C. §§ 1519(a)(3); 1521(a)(3).

The Monitor may undertake the examination of witnesses, the taking of evidence, the production of documents, or the delivery of information concerning the assets, affairs, rights, obligations or liabilities of the Debtors. 11 U.S.C. §§ 1519(a)(3); 1521(a)(4).

Notwithstanding Rule 7062 of the Bankruptcy Rules, made applicable to this case by Rule 1018 of the Bankruptcy Rules, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry and, upon its entry, shall become final and appealable.

This Court shall retain jurisdiction with respect to the enforcement, amendment or modification of this Order, any request for additional relief or any adversary proceeding brought in and through these Chapter 15 foreign proceedings, and any request by an entity for relief from the provisions of this Order, for cause shown, that is properly commenced and within the jurisdiction of this Court.

If the Monitor has not already filed a copy of the Initial Order with this Court, the Monitor shall do so within ten days of the entry of this Order.

The security provision provided in Rule 65(c) of the Federal Rules of Civil Procedure, made applicable through Rule 7065 of the Bankruptcy Rules, is unnecessary in this case be waived.

The above relief shall be called the “**Provisional Relief.**”

the Court's decision in *United States v. Galt*, 199 F.3d 1008, 1014 (9th Cir. 2000), which held that the government's failure to disclose the existence of a material exculpatory witness to the defense constituted a material omission under the Brady rule.

The Court also noted that the government's failure to disclose the existence of a material exculpatory witness to the defense constituted a material omission under the Brady rule.

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**B. The Provisional Relief Requested is Consistent With the Initial Order**

The Initial Order in the Canadian Proceedings provides for a Stay Period whereby no proceeding or enforcement process in any court (each, a “**Proceeding**”) shall be commenced or continued against or in respect of the Debtors or the Monitor, or affecting the Business or the Property, except with leave of the Canadian Court, and any and all Proceedings currently under way against or in respect of the Debtors or any one of them, or affecting the Business or the Property are hereby stayed and suspended pending further order of the Canadian Court. The Initial Order further provides that during the Stay Period, all rights and remedies of any Persons, whether judicial or extra-judicial, statutory or non-statutory against or in respect of the Debtors or the Monitor, or affecting the Business or the Property, are hereby stayed and suspended and shall not be commenced, proceeded with or continued except with leave of the Canadian Court.

The Provisional Relief requested is similar to the Stay Period relief already ordered by the Canadian Court, but it will specifically protect Debtors and assets in the United States.

Comity should be extended to the Initial Order. If the court grants recognition, and subject to any limitations that the court may impose consistent with the policy of Chapter 15, a court in the United States shall grant comity or cooperation to the foreign representative. 11 U.S.C. § 1509(b)(3). Consistent with section 1501, the court shall cooperate to the maximum extent possible with a foreign court or a foreign representative, either directly or through the trustee. 11 U.S.C. § 1525(a).

On an provisional basis until recognition is ordered, the Monitor seeks comity and cooperation of this Court with respect to the Canadian Court and its Initial Order.

A central tenet of Chapter 15 is the importance of comity in cross-border insolvency proceedings. *Ad Hoc Group of Vitro Noteholders v. Vitro SAB De CV (In re Vitro SAB De CV)*, 701 F.3d 1031, 1053 (5th Cir. 2012).

The Supreme Court defined comity as follows:

“Comity,” in the legal sense, is neither a matter of absolute obligation, on the one hand, nor of mere courtesy and good will, upon the other. But it is the recognition which one nation allows within its territory to the legislative, executive, or judicial acts of another nation, having due regard both to international duty and convenience, and to the rights of its own citizens, or of other persons who are under the protection of its laws.

*Hilton v. Guyot*, 159 U.S. 113, 143 (1895); *see also Vitro*, 701 F.3d at 1043-44.

The exceptions to comity are construed especially narrowly when the foreign jurisdiction is like Canada, a sister common law jurisdiction with procedures akin to those in the United States. *Clarkson Co. v. Shaheen*, 544 F.2d 624, 630 (2d Cir. 1976)(Clear and convincing evidence of fraud is required to successfully attack a foreign judgment; the court held that it would contravene the public policy of New York and the doctrine of comity not to recognize the Canadian judgment in these circumstances); *see also In re Petition of Davis*, 191 B.R. 577, 587 (Bankr. S.D.N.Y. 1996)(stating that “Courts in the United States uniformly grant comity to Canadian proceedings” and noting that Canada is a sister common law jurisdiction with the United States).

The extension of comity to Canadian orders has continued since the 2005 enactment of Chapter 15. *See In re Metcalfe & Mansfield Alternative Invs.*, 421 B.R. 685, 698-99 (Bankr. S.D.N.Y. 2010)(extending comity to Canadian CCAA order providing for a third party release and citing numerous cases where American courts have extended comity to Canadian judgments); *Raymond Chabot, Inc. v. Serge Côté Family Trust*, 2014 U.S. Dist. LEXIS 117128, 6 (D.S.C. Aug. 22, 2014)(entering temporary restraining order assisting Canadian bankruptcy receiver and noting “the widely-accepted view that Canadian judgments are entitled to recognition and enforcement here”); *Collins v. Oilsands Quest, Inc.*, 484 B.R. 593, 597 (S.D.N.Y. 2012)(bankruptcy court enforced Canadian court stay from in CCAA noting “the



question here is not whether this Court should grant a stay in the first instance, but whether should accord comity and deference to the stay orders entered by the Alberta Court. The Court concludes that in light of the comity principles laid out above, the Court must defer to the procedures set forth in the Canadian Proceedings and enforce the stay.”).

**C. Automatic Stay, Other Protections, Likely to Apply Upon Recognition**

The Monitor contends that the Canadian Proceedings are foreign main proceedings.<sup>8</sup> If the Court finds the Canadian Proceedings to be foreign main proceedings, certain relief is automatic. Upon recognition of a foreign proceeding that is a foreign main proceeding—

(1) sections 361 and 362 apply with respect to the debtor and the property of the debtor that is within the territorial jurisdiction of the United States;

(2) sections 363, 549, and 552 apply to a transfer of an interest of the debtor in property that is within the territorial jurisdiction of the United States to the same extent that the sections would apply to property of an estate;

(3) unless the court orders otherwise, the foreign representative may operate the debtor’s business and may exercise the rights and powers of a trustee under and to the extent provided by sections 363 and 552; and

(4) section 552 applies to property of the debtor that is within the territorial jurisdiction of the United States.

11 U.S.C. § 1520(a).

Accordingly, the Provisional Relief requested is consistent with what will likely be automatic upon recognition.

**D. Discretionary Relief Whether Foreign Proceeding is Main or Nonmain**

Even a determination that the Canadian Proceedings are nonmain does not prevent the Court from ordering protective relief to the Debtors and the Monitor during the Chapter 15 case. “Any appropriate” discretionary relief is available upon recognition of a foreign proceeding,

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<sup>8</sup> See Monitor’s Expedited Petition For Recognition As Foreign Main Proceeding Pursuant To Sections 1515 And 1517 Of The United States Bankruptcy Code And Related Relief, filed contemporaneously herewith.

whether or not a foreign proceeding is main. 11 U.S.C. § 1521(a) (“Upon recognition of a foreign proceeding, whether main or nonmain, where necessary to effectuate the purpose of this chapter and to protect the assets of the debtor or the interests of the creditors, the court may, at the request of the foreign representative, grant any appropriate relief”). In granting relief under 11 U.S.C. § 1521 to a representative of a foreign nonmain proceeding, the court must be satisfied that the relief relates to assets that, under the law of the United States, should be administered in the foreign nonmain proceeding or concerns information required in that proceeding. 11 U.S.C. § 1521(c). That relief includes:

- (1) staying the commencement or continuation of an individual action or proceeding concerning the debtor’s assets, rights, obligations or liabilities to the extent they have not been stayed under section 1520(a);
- (2) staying execution against the debtor’s assets to the extent it has not been stayed under section 1520(a);
- (3) suspending the right to transfer, encumber or otherwise dispose of any assets of the debtor to the extent this right has not been suspended under section 1520(a);
- (4) providing for the examination of witnesses, the taking of evidence or the delivery of information concerning the debtor’s assets, affairs, rights, obligations or liabilities;
- (5) entrusting the administration or realization of all or part of the debtor’s assets within the territorial jurisdiction of the United States to the foreign representative or another person, including an examiner, authorized by the court;
- (6) extending relief granted under section 1519(a); and
- (7) granting any additional relief that may be available to a trustee, except for relief available under sections 522, 544, 545, 547, 548, 550, and 724 (a).

11 U.S.C. § 1521(a).

In addition, under 11 U.S.C. § 1521(b), upon recognition of a foreign proceeding, whether main or nonmain, the court may entrust the distribution of all or part of the debtor’s

assets located in the United States to the foreign representative or another person, including an examiner, authorized by the court, provided that the court is satisfied that the interests of creditors in the United States are sufficiently protected. This shall be called “**1521 Relief.**”

**E. Injunction Standards**

The standards, procedures, and limitations applicable to an injunction shall apply to relief under 11 U.S.C. § 1519(a). 11 U.S.C. § 1519(e).

The Monitor contends that it is not required that an adversary proceeding be filed and served on all parties in interest in order to obtain injunctive relief under chapter 15. *In re Ho Seok Lee*, 348 B.R. 799, 801 (Bankr. W.D. Wash. 2006)(adversary proceeding not required for Chapter 15 injunctive relief).

The factors for injunctive relief are stated in *Dallas Cowboys Cheerleaders, Inc. v. Scoreboard Posters, Inc.*, 600 F.2d 1184, 1187 (5th Cir. 1979). They are discussed below.

**A substantial likelihood of success on the merits.** There is no difficult real issue on whether the Canadian Proceedings should be recognized, as other courts have recognized CCAA proceedings and the proper documentation has been submitted. The Monitor also contends that the center of main interests is in Canada, since the headquarters, management, most employees, and the majority of claims are in Canada. Accordingly, there is a substantial likelihood that the Canadian Proceedings will be recognized as main, so mandatory relief under Section 1520 will be ordered. There is a substantial likelihood that with the relief granted herein, the Debtors, with the Monitor’s assistance will be able to successfully complete restructuring or sale as a going concern under the provisions of the CCAA in the Canadian Proceedings, which will benefit all stakeholders.

**A substantial threat of irreparable injury if the injunction is not issued.** The Initial Order provides for a stay against seizure of assets and litigation similar to the automatic stay of

11 U.S.C. § 362(a). The Initial Order and papers submitted in conjunction therewith establishes that the Debtors are currently insolvent and unable to pay their debts as they become due. The Monitor is concerned that these facts may cause creditors to seek prejudgment attachments and other remedies against the Debtors and their assets in the United States. The Debtors are attempting to sell their assets or otherwise restructure in the Canadian Proceedings. If the injunctive relief is not ordered, the sale or restructuring could be jeopardized.

**That the threatened injury to the movant outweighs any damage the injunction might cause to the opponent.** The injunctive relief would actually benefit the Debtors' creditors by ensuring an equitable and orderly distribution of assets and facilitate the Canadian Proceedings. *See In re Basis Yield Alpha Fund (Master)*, Case No. 07-12762 (Bankr. S.D.N.Y.) (stating that failing to issue a restraining order against creditors could, inter alia, "undermine the Foreign Representative's efforts to achieve an equitable result for the benefit of all of the Foreign Debtor's creditors.").

**That the injunction will not disserve the public interest.** The injunctive relief will not disserve the public interest. The injunctive relief is in the public interest. It sets to facilitate a cross-border reorganization that will provide a benefit to the estates of the Debtors. The injunctive relief is supported by notions of comity and will allow the Debtors to craft a productive solution for their estates.

In sum, the relief sought is necessary and appropriate, in the interest of the public and international comity, consistent with the United States public policy, and will not cause any hardship to any party in interest that is not outweighed by the benefits of granting the requested relief.

**F. No Bond**

The Monitor respectfully suggests that no bond be required under Fed. R. Bankr. P. 7065 and Fed. R. Civ. P. 7065(c). A temporary restraining order or preliminary injunction may be issued on application of a debtor, trustee, or debtor in possession without compliance with Rule 65(c). Fed. R. Bankr. P. 7065. The Monitor, who is carrying out his duties under the CCAA and the Initial Order, is akin to a trustee, and any bond would necessarily come from the Debtors' assets.

**VI.  
PRAAYER**

Wherefore, the Monitor seeks an Order providing emergency injunctive relief as a temporary restraining order and setting a hearing on a preliminary injunction, described herein and in the attached Exhibit A proposed form of Order pursuant to 11 U.S.C. §§ 105(a) and 1519, and for all other relief, at law or in equity, to which the Monitor is justly entitled.

Dated: January 15, 2015

Respectfully submitted,

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**COUNSEL FOR CANADIAN MONITOR**

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing MONITOR'S EMERGENCY EX PARTE APPLICATION FOR TEMPORARY RESTRAINING ORDER AND RELIEF PURSUANT TO SECTIONS 105(A) AND 1519 OF THE BANKRUPTCY CODE has been served upon the persons entitled to notice on the attached service list by either U.S. first class mail, postage prepaid or by electronic notification on January 15, 2015.

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Grande Prairie, Alberta T8W  
2H1

Fort Garry Industries Ltd.  
2525 Inkster Blvd, RR 2 STN  
Main  
Winnipeg, Manitoba R3C 2E6

Fox Chapel Oilfield Services,  
LP  
PO Box 202056  
Dallas, TX 75230-2056

French Ellison Truck Center,  
LLC  
P.O Box 732492  
Dallas, TX 75373-2492

Fuel Energy Services Ltd  
Bay 1, 18 Burnt Bluff Street  
Red Deer County, Alberta  
T4N 5E9

Fusion Glass  
101-6660 Taylor Drive  
Red Deer County, Alberta  
T4P 1Y3

Garda Canada Security Corp.  
1390 Barre Street  
Montreal, Quebec H3C 1N4

Gator Testing Services, LLC  
PO Box 10  
Como, TX 75431

GCR Tire Centers  
P.O. Box 910530  
Denver, CO 80291-0530

Gibson Energy (U.S.) Inc.  
PO Box 66512  
Chicago, IL 60666-0512

Gibson Energy Partnership  
1700, 440 - 2 Ave. S.W.  
Calgary, Alberta T2P 5E9

Gibson Gas Liquids  
1700, 440-2nd Ave. S.W.  
Calgary, Alberta T2P 5E9

Government of Alberta  
Provincial Court of Alberta,  
Law Courts  
1A Sir Winston Churchill  
Square  
Edmonton, Alberta T5J 0R2

GRAINGER  
Dept 879694032 PO Box  
419267  
Kansas City, MO 64141-6267

Grand & Toy  
PO Box 5500  
Don Mills, Ontario M3C 3L5

Gray Reed & McGraw P.C.  
1300 Post Oak Blvd, Suite  
2000  
Houston, TX 77056

Gray Reed & McGraw, P.C.  
1300 Post Oak Blvd. Suite  
2000  
Houston, TX 77056

Great West Life  
PO Box 7200 Stn. Main  
Winnipeg, Manitoba R3C  
4W4

Great West Life Assurance  
Company  
PO Box 1053  
Winnipeg, MB R3C 2X4

Greatwest Kenworth  
5909-St SE  
Calgary, AB T2H1L8

Greatwest Kenworth  
PO Box 5066, Station A  
Calgary, Alberta T2H 1X1

Greatwest Kenworth Ltd. Red  
Deer  
6739 - 67 Avenue  
Red Deer County, Alberta  
T4P 1K3

Greenway Inn  
5401 Highway 2A  
Lacombe, Alberta T4L 1A9

Gregg Distributors Ltd.  
16215 - 118 Ave  
Edmonton, Alberta T5V 1C7

Greyhound Courier Express  
C/O 3190  
PO Box 15414 Station A  
Toronto, Ontario M5W 1C1

Harvard Marine Petroleum  
Training Institute  
558 Highway 181 South  
Floresville, Texas 78114

HCTRA  
Dept 1, PO Box 4440  
Houston, TX 77210-4440

Helmig Fire Equipment Inc  
136 Cheviot Drive  
Hinton, Alberta T7V1P8

High Arctic Energy Services  
8112 Edgar Industrial Drive  
Red Deer County, Alberta  
T4P 3R2

Hoffer Flow Controls, Inc.  
107 Kitty Hawk Lane  
Elizabeth City, NC 27909

Holiday Inn Express & Suites  
Kilgore  
3308 US Hwy 259 N  
Kilgore, TX 75662

Holiday Inn Express-Edson  
4520-2nd Avenue  
Edson, Alberta T7E 1C1

HOLT CAT  
PO Box 911975  
Dallas, TX 75391-1975

Howes Inc  
Box 2282, 4713 Brentwood  
Dr  
Blackfalds, Alberta T0M 0J0

HSBC Mastercard  
PO Box 11749 Station Main  
Montreal, Quebec H3C 6T4

HSE Integrated  
# 3 Industrial Drive  
Sylvan Lake, Alberta T4S  
1P4

Husky Energy Inc.  
707 - 8 Ave. S.W.  
Calgary, Alberta T2P 3G7

Husky Oil Marketing Co.  
PO Box 6525 Stn D  
Calgary, Alberta T2P 3G7

Husky Oil Operations Limited  
707 - 8 Ave S.W. P.O. Box  
6525, STN D  
Calgary, Alberta T2P 3G7

Imperial Oil  
237 - 4 Ave. S.W. PO BOX  
2480 Station M  
Calgary, Alberta T2P 3M9

IMS Global Corp.  
104, 7370 Sierra Morena  
Blvd S.W.  
Calgary, Alberta T3H 4H9

Industrial Communications  
1019 E. Euclid Ave.  
San Antonio, TX 78212

Indy Graphics Group Inc.  
#5 - 7659 Edgar Industrial Dr  
Red Deer County, Alberta  
T4P 3R2

Inergy Propane, LLC  
2 Brush Creek Blvd. Suite  
200  
Kansas City, MO 64112

Infosat Communications  
3130-114 Avenue S.E.  
Calgary, Alberta T2Z 3V6

Institute of Chartered  
Accountants of Alberta  
580 Manulife Place 10180 -  
101 St.  
Edmonton, Alberta T5J 4R2

Intelica  
4260, 888-3rd St. S.W.  
Calgary, Alberta T2P 5C5

Intellog Inc.  
417 3553 31 St. N.W.  
Calgary, Alberta T2L 2K7

Internal Revenue Service  
Special Procedures Staff -  
Insolvency  
P. O. Box 7346  
Philadelphia, PA 19101-7346

IOSFinance  
300 5520 Explorer Drive  
Mississauga Ontario L4W 5L1

Iridium Risk Services Inc.  
Suite 1100, Bow Valley  
Square 3, 255 5 Ave. S.W.  
Calgary, AB T2P 3G6

Iridium Risk Services Inc.  
Suite 1100, 255 - 5 Ave. S.W.  
Calgary, Alberta T2P 3G6

Iron Mountain Information  
Management LLC  
PO Box 27128  
New York, NY 10087-7128

J.J. Keller & Associates, Inc  
PO Box 548  
Neenah, WI 54957-0548

JET Speciality Inc  
PO Box 678286  
Dallas, TX 75267-8286

Kilgore Print Centre  
116 S Rusk St  
Kilgore, TX 75662-2530

LaQuinta Inn & Suites -  
Floresville  
1910 10 St.  
Floresville, TX 78114

JFP Services, LLC  
P.O. Box 81162  
Lafayette, LA 70598

Kimball Midwest  
Dept. L2780  
Columbus, OH 43260-2780

LaQuinta Inn & Suites- San  
Antonio Airport  
850 Halm Blvd  
San Antonio, TX 78216

Joe P Maxey Revocable  
Trust  
8810 S. Yale Ave  
Tulsa, OK 74137

King Krebs & Jurgens PLLC  
201 St. Charles Avenue, 45th  
Floor  
New Orleans, LA 70170

Legacy Safety and  
Consulting LLC  
PO Box 3891  
Hobbs, NM 88241

Johnson Oil Company  
P.O. Drawer 1959  
Gonzales, TX 78629

Kleinfelder Canada Inc.  
600, 707-7th Avenue S.W.  
Calgary, Alberta T2P 3H6

Les Derksen and Tina  
Derksen  
RR1, Site 6, Box 12  
Sexsmith, Alberta T0H 3C0

Joseph E. Myers  
505 Cherryridge  
Floresville, TX 78114

Koch Fuels Products Inc.  
4321 - 54 Ave.  
Red Deer County, Alberta  
T4N 4L9

Lewis-Goetz and Company  
Inc  
PO Box 644819  
Pittsburg, PA 15264-4819

Kal Tire True Service  
PO Box 1240  
Vernon, British Columbia V1T  
6N6

Ko-Hen Electronics  
6022 - 67A Street  
Red Deer County, Alberta  
T4P 3E8

Little Dipper  
Box 10457  
Lloydminster, Alberta T9V  
3A6

Kemper Valve and Fittings  
Corp.  
PO Box 66246  
Chicago, IL 60666-0246

Lambert  
10328 - 81 Ave. Suite 200  
N.W.  
Edmonton, Alberta T6E 1X2

Live Oak Truck Shop  
P.O. Box 2208  
Decatur, AL 35609-2208

Kenworth of Canton  
3350 Bruening Avenue SW  
Canton, OH 44706

Lambert Trucking (1994) Ltd.  
1525 Walter Way N.W  
Medicine Hat, Alberta T1C  
1X3

Loomis Express  
200 Westcreek Blvd.  
Brampton, Ontario L6T 5T7

Key Towing & Storage Ltd.  
4083-78 Street Cres.  
Red Deer County, Alberta  
T4P 3E3

Lamberti Canada Inc.  
#15B 39207 RR271  
Red Deer County, Alberta  
T4S 2M4

Louisiana Department of  
Natural Resources Office of  
Conservation  
P.O. Box 94008  
Baton Rouge, LA 70804-  
9008

Kilgore Hose & Specialty  
Warehouse LLC  
3103 HWY 135 NORTH  
BLDG 1  
KILGORE, TX 75662

Lamberti Canada, Inc.  
#15B, 39207 - RR271  
Red Deer County, Alberta  
T4S 2M4



Luxor Emporium & Cafe  
937-7 Ave S.W.  
Calgary, Alberta T2P 1A5

100 Fairway Dr.  
Kerrville, TX 78028

Miller Thomson LLP  
3000, 700 - 9 Ave. S.W.  
Calgary, Alberta T2P 3V4

Mark Staffing Solutions Inc.  
360, 734 7 Avenue S.W.  
Calgary, Alberta T2P 3P8

Metano Energy LP  
7330 San Pedro Ave., Suite  
620  
San Antonio, TX 78216

Milton Seiler, LLC  
607 Pride Drive  
Hammond, LA 70401

Marketwire L.P.  
25 York Street, Suite 900 PO  
Box 403  
Toronto, Ontario M5J 2V5

MGM Lincoln Ford  
3010 - 50 Avenue  
Red Deer County, Alberta  
T4R 1M5

Minister of Finance - AB  
401 Provincial Building  
Red Deer County, AB T4N  
6K8

Mary E Sandoval Dimmit  
County Tax Office  
PO Box 425  
Carrizo Springs, TX 78834

MHC Kenworth - Longview  
PO Box 879269  
Kansas City, MO 64187-9269

Minister of Finance - N.B.  
140 Alison Blvd PO Box 1998  
Fredericton, New Brunswick  
E3B 5G4

MAS-Pro Oilfield Supply  
#120, 134 Queens Drive  
Red Deer County, Alberta  
T4P 0R4

Micron Industries Inc.  
#4, 7621 Edgar Industrial  
Drive  
Red Deer County, Alberta  
T4P 3R2

Minister of Finance - Quebec  
545 Boul. Cremazie Est. 4E  
stage  
Montreal, Quebec H2M 2V2

Matheson Tri-Gas Inc  
Dept 3028 PO Box 123028  
Dallas, TX 75312

Microsoft Corporation  
PO Box 848529  
Dallas, TX 75284-7255

Minister of Finance- MB  
Provincial Court 100 - 373  
Broadway  
Winnipeg, Manitoba R3C  
4S4

McKees Rocks Industrial  
Enterprises Inc  
149 Nichol Avenue -Main  
Office  
McKees Rocks, PA 15136

Microsoft Licensing, Gp  
P.O. Box 7808 Postal Station  
A  
Toronto, ON M5W 4E1

Motel 6-Grande Prairie  
15402-101 St.  
Grande Prairie, TX T8V 0P7

MEDSAFE  
PO Box 1929  
Marshall, TX 75671

Mid-West Glass Edson 1995  
Ltd.  
Box 6217  
Edson, Alberta T7E 1T7

Motion Industries, Inc  
4536 Macro  
San Antonio, TX 78218

Mercer (US), Inc.  
PO Box 730212  
Dallas, TX 75373-0212

Mike Sullivan- Tax Assessor-  
Collector  
PO Box 4622  
Houston, TX 77210-4622

MR Control Systems  
International Inc.  
#160, 1209-59 Ave SE  
Calgary, Alberta T2H 2P6

Mesquite Logistics LLC  
131 Westwood Way  
San Antonio, TX 78218

Miles Davison LLP  
900, 517 - 10 Avenue SW  
Calgary, Alberta T2R 0A8

MRL Integrated Solutions  
Ltd.  
3763 19th Street NE  
Calgary, Alberta T2E 6S8

Mesquite Logistics USA Inc

Napa Auto Parts  
#5-6013, 48th Ave  
Red Deer County, Alberta  
T4N 3V5

Napa Traction - Edson  
PO Box 6329 4833 2 Ave.  
Edson, Alberta T7E 1T8

National Leasing  
1525 Buffalo Place  
Winnipeg, MB R3T 1L9

Nationwide Trailers, LLC  
8410 N Frwy  
Houston, TX 77037

NAVEX Global, Inc.  
75 Remittance Drive, Suite  
3055  
Chicago, IL 60675-3055

NDIC Oil and Gas Division  
600 East Boulevard Ave Dept  
405  
Bismarck, ND 58505-0840

Neopost Canada Ltd.  
150 Steelcase Road West  
Markham, Ontario L3R 3J9

New Era Technology Inc  
# 300, 633 6th Avenue S.W  
Calgary, Alberta T2P 2Y5

Newalta Corporation  
211 - 11th Avenue SW  
Calgary, Alberta T2R 0C6

Noah's Quality Water  
Services Inc.  
21 Forest Close  
Red Deer County, Alberta  
T4N 4Z7

Noble Energy, Inc.  
Attention: Accounts Payable  
P O Box 909  
Ardmore, OK 73402

Norman G. Jensen, Inc.  
c/o Livingston International,  
Inc 150 Pierce Rd., #500  
Itasca, IL 60143

Norman G. Jensen, Inc.  
c/o Livingston International,  
Inc PO Box 5640  
Toronto, Ontario M5W 1P1

NOV Enerflow ULC  
c/o C25057C/U  
PO Box 2521 Stn M  
Calgary, Alberta T2P 0T6

Nova Permits and Pilot Cars  
Suite S235, 2800 Ave  
St-Jean-Baptiste, Quebec  
G2E 6J5

Nova Scotia Securities  
Commission  
PO Box 458  
Halifax, NS B3J 2P8

Office Depot, Inc  
PO Box 88040  
Chicago, IL 60680-1040

Officestuff Inc.  
32 Westwinds Cres. N.E.  
Suite 235  
Calgary, Alberta T3J 5L3

Ohio CAT  
PO Box 774439, 4439  
Solutions Center  
Chicago, IL 60677-4004

Ohio Department of Natural  
Resources  
Division of Oil and Gas  
Resources Management  
2045 Morse Rd., F-2  
Columbus, OH 43229-6693

Ohio Department of Taxation  
PO Box 182131  
Columbus, OH 43218-2131

Oil & Gas Index  
405 - 14 Ave. N.E.  
Calgary, Alberta T2E 1E6

Oklahoma Corporation  
Commission  
Oil and Gas Division  
2101 N Lincoln Blvd  
Oklahoma City, OK 73105

Olympia Trust Company:  
2300, 125 – 9th Avenue S.E.  
Calgary, Alberta T2G 0P6

Olympia Trust Company:  
2300, 125 – 9th Avenue S.E.  
Calgary, Alberta T2G 0P6

One Stop Licence Shop Ltd  
7-5105 76 A St. Close  
Red Deer  
Alberta  
T4P 3M2

Ontario Securities  
Commission  
20 Queen Street West,  
22nd Floor  
Toronto, ON M5H 3S8

O'Reilly Auto Parts  
PO Box 9464  
Springfield, MT 65801-9464

Owen Bird Law Corporation  
PO Box 49130: Three Bentall  
Centre  
Vancouver, British Columbia  
V7X 1J5

Pace Creative Group Ltd  
2524 7th Avenue NW  
Calgary, Alberta T2N 1A4

Paper Cuts Ltd  
1B, 6850 - 52 Avenue  
Red Deer County, Alberta  
T4N 4L1

Paradise Inn and Suites  
Box 238 3609 Hwy St.  
Valleyview, Alberta T0H 3N0

Pel-State Services  
P.O. Box 95386  
Grapevine, TX 76099-9734

Penney Steamers  
P.O. Box 15, Site 2, R.R. 3  
Ponoka, Alberta T4J 1R3

Peterbilt  
27-38403 Burnt Lake trail  
Red Deer County, Alberta  
T4S 2L4

Petra Freight Forwarding Inc  
PO Box 570  
La Broquerie, Manitoba R0A  
0W0

Petrocanada (Suncor Energy  
Products Partnership)  
P.O. Box 1720 Stn M  
Calgary, Alberta  
Canada T2P 0A2

Petroleum Services  
Association of Canada  
(PSAC)  
Suite 1150, 800 - 6 Ave. S.W.  
Calgary, Alberta T2P 3G3

Pilot Logistics Services  
P.O. Box 677766  
Dallas, TX 75267-7766

Pitney Bowes  
PO Box 280  
Orangeville, Ontario L9W  
2Z7

Pitney Bowes Postage By  
Phone  
PO Box 371874  
Pittsburgh, PA 15250-7874

Pitney Works  
P.O. Box 280  
Orangeville, Ontario L9W  
2Z7

Planet Coffee Company Ltd.  
Bay F, 7058 Farrell Rd. S.E.  
Calgary, Alberta T2H 0T2

Platinum Glass Ltd  
4412 Ryders Ridge Blvd  
Sylvan Lake, Alberta T4S 0J7

PNC Bank Canada Branch  
1 Place Ville Marie, Suite  
2001  
Montreal, Quebec H3B 2C4

PNC Bank Canada Branch  
1 Place Ville Marie, Suite  
2001  
Montreal, Quebec H3B 2C4

PNC Business Credit Canada  
The Exchange Tower  
130 King Street West,  
Suite 2140

Toronto, Ontario M5X 1E4

PNC Business Credit Canada  
The Exchange Tower  
130 King Street West,  
Suite 2140  
Toronto, Ontario M5X 1E4

PND Corporation  
14320 NE 21st, Suite 6  
Bellevue, WA 98007

Podollan Inn  
10612 -99th Avenue  
Grande Prairie, Alberta T8V  
8E8

Pollock Paper Distributors  
PO Box 660005  
Dallas, TX 75266-0005

Pomeroy Hotel  
11308 Alaska Road  
Fort St John, British  
Columbia V1J 5T5

Pomeroy Inn & Suites  
11308 Alaska Road  
Fort St John, British  
Columbia V1J 5T5

Pomeroy Lodging  
11633-100th Street  
Grande Prairie, Alberta T8V  
3Y4

Poor Boy Trucking Ltd.  
SS2, Site 20, Comp. 26  
Fort St. John, British  
Columbia V1J 4M7

Power Funding Ltd  
PO Box 95260  
Grapevine, TX 76099-9752

Powersource Transportation  
Inc  
2023 N Lafayette Court  
Griffith, IN 46319

Progressive Waste Solutions  
of TX  
PO Box 660043  
Dallas, TX 75266-0043

Rainbow Waste  
Box 7234  
Edson, Alberta T7E 1V5

Powersource Transportation  
Inc.  
2023 N. Lafayette Court  
Griffith, IN 46319

Prop Equipment Systems Inc  
108-55202 SH825  
Sturgeon County, Alberta  
T8L 5C1

Ram Supply & Distribution  
Bay #5-4845 79th Street  
Red Deer County, Alberta  
T4P 2T4

Precision Pump & Valve, LLC  
PO Box 16653  
Lake Charles, LA 70616

Pro-Stitch Apparel  
#4 - 7620 Edgar Industrial  
Drive  
Red Deer County, Alberta  
T4P 3R2

Ramada Inn  
6853 - 66 Street  
Red Deer County, Alberta  
T4P 3T5

Preferred Sands of Canada  
ULC  
100 Matsonford Road, Suite  
101  
Radnor, PA 19087

Pump Interactive Inc  
205, 822 - 11 Ave S.W.  
Calgary, Alberta T2R 0E5

RBS BULK SYSTEMS INC  
PO BOX 762  
WINNIPEG, Manitoba R3C  
2L4

Preferred Sands of  
Wisconsin, LLC  
One Radnor Corporate  
Center  
100 Matsonford Road, Suite  
101  
Radnor, PA 19087

Pumps & Pressure Inc  
7018 Johnstone Drive  
Red Deer County, Alberta  
T4P 3Y6

Receiver General of Canada  
PO Box 1046, Station "B"  
Ottawa, Ontario K1P 5SP

Purolator Inc.  
P.O. Box 1100  
Etobicoke, ON M9C 5K2, CA

Red Ball Oxygen Co. Inc.  
PO Box 7316  
Shreveport, LA 71137-7316

Pricewaterhouse Coopers  
354 Davis Road, Suite 600  
Oakville, Ontario L6J 0C5

Quatro Services Inc.  
155 Canterbury Dr. S.W.  
Calgary, Alberta T2W 1H3

Red Deer County  
38106, Range Road 275  
Red Deer County, Alberta  
T4S 2L9

Pricewaterhouse Coopers  
LLP  
354 Davis Road, Suite 600  
Oakville, Ontario L6J 0C5

Quest Signs & Decals Inc  
29 Baird Street  
Red Deer County, Alberta  
T4R 1K5

Red Deer County Fasteners  
& Tools Ltd  
#7, 4999 - 76St.  
Red Deer County, Alberta  
T4P 1T5

Pro N2 Ltd  
Box 6119  
Innisfail, AB T4G 1S8

Railroad Commission of  
Texas  
P.O. Box 12967  
Austin, Texas 78711-2967

Red Deer County Lodge  
4311-49 Avenue  
Red Deer County, Alberta  
T4N 5Y7

Pro-Gas Services, LLC  
5613 DTC Pkwy. Ste. 310  
Greenwood Village, CO  
80111-3031

Railroad Commission of  
Texas  
PO Box 12967  
Austin, TX 78701

Red Deer Lock & Safe  
1, 6264 - 67A Street  
Red Deer County, Alberta  
T4P 3E8

Red Deer Valve & Fitting  
Unit 4, 4910 - 78 Street  
Red Deer County, Alberta  
T4P 3W9

Redwood Inn & Suites  
8117-99 Street  
Clairmont, Alberta T0H 0W0

Reliance Industrial Products  
Ltd.  
606 - 19 Ave  
Nisku, Alberta T9E 7W1

Reliance Industrial Products,  
Ltd.  
606 -19th Avenue  
Nisku, Alberta T9E 7W1

Renegade Oilfield Services  
Unit B 66-38403 Burnt Lake  
Cres,  
Red Deer County, Alberta  
T4S 2L4

Renown Industries Ltd.  
5608 - 94A Street  
Edmonton, Alberta T6E 3E4

RFS Canada  
PO Box 7446 Station A  
Toronto, Ontario M5W 3C1

Ricoh Canada Inc.  
300 5520 Explorer Drive  
Mississauga, Ontario L4W  
5L1

Robert Roberts  
Box 66  
Okotoks, AB T1S 1A4

Rona Revy Inc  
CP 1011  
Boucherville, Quebec J4B  
0B3

Rona Revy Inc./Totem  
6920-29 Ave. N.W.  
Calgary, Alberta T3B 0J4

Rosenau Transport Ltd.  
Suite 200 - 2950 Parsons  
Road  
Edmonton, Alberta T6N 1B1

Roydale Rentals Inc  
4629 46th Street  
Red Deer County, Alberta  
T4N 1M7

Safelite Auto Glass  
P.O. Box 633197  
Cincinnati, OH 45263-3197

Salesforce.com Canada  
Corporation  
C/O 913321, PO BOX 4090  
STN A  
Toronto, Ontario M5W 0E9

San Antonio Premier Internal  
Medicine, PLLC  
1032 S WW White Road  
San Antonio, TX 78220

Sandman Hotel  
310 1755 West Broadway  
Vancouver, British Columbia  
V6J 4S5

Santrol- Ohio  
PO BOX 931184  
CLEVELAND, OH  
44193-1335

Sard Verbinnen & Co., LLC  
630 Third Avenue  
New York, NY 10017

Sard Verbinnen & Co., LLC  
630 Third Avenue  
New York, NY 10017

Saskatchewan Securities  
Commission  
Suite 601, 1919  
Saskatchewan Dr.  
Regina, Saskatchewan S4P  
4H2

Satellite Shelters, Inc.  
2530 Xenium Lane North Ste  
150  
Minneapolis, MN 55441

SC Fuels  
PO BOX 14014  
Orange, CA 92863-14014

Schlumberger Canada Ltd.  
c/o C09639C PO Box 9639  
Stn M.  
Calgary, Alberta T2P 0E9

Second Real Properties  
Limited  
Suite 200, 540 - 5 Ave. S.W.  
Calgary, Alberta T2P 0M2

Secure Energy Services  
Suite 1201, 333 - 7th Ave.  
S.W.  
Calgary, Alberta T2P 2Z1

Serva Group LLC  
PO Box 8121  
Wichita Falls, TX 76307

ServaGroup LLC  
5830-51 Street S.E.  
Calgary, Alberta T2C 4M9

ServaGroup LLC  
1045 Keystone Avenue  
Catoosa, OK 74015

Servicemaster of Calgary  
Downtown  
#4, 1450-28 Street NE  
Calgary, Alberta T2A 7W6

ServiS Inc.  
102, 206 - 7 Ave. S.W.  
Calgary, Alberta T2P 0W7

SFJ Inc.  
345 Sakitawaw Trail  
Fort McMurray, AB T9H 5E7

Shaw  
PO Box 2468 Stn Main  
Calgary, Alberta T2P 4Y2

Shippers Supply  
301 8026 Edgar Industrial  
Crescent  
Red Deer County, Alberta  
T4P 3R3

Shooters Light Oilfield  
Hauling  
P.O. Box 25112  
Red Deer County, Alberta  
T4R 2M2

Shred-it  
1034 -72nd Ave NE  
Calgary, Alberta T2E 8V9

Sierra Septic Solutions  
PO Box 1300  
Red Deer County, Alberta  
T4N 7B6

Skyline Displays of Houston  
7885 Northcourt Road  
Houston, TX 77040

Skyline Executive Suites, Ltd.  
11757 Katy Freeway, Suite  
1300  
Houston, TX 77079

Skystone Engineering  
100, 3016-19th Street NE  
Calgary, Alberta T2E 6Y9

Smash & Sons Contracting  
Ltd.  
713046 RR 65  
Grande Prairie, Alberta T8W  
5E7

Society of Petroleum  
Engineers  
222 Palisades Creek Drive  
Richardson, TX 75080

Source Energy Services  
Logistics, US, LP  
6565 N. MacArthur Blvd,  
Suite 250  
Irving, TX 75039

Source Office Furnishings  
1248 - 36 Ave. N.E.  
Calgary Alberta T2E 6N5

Southwest Proppants &  
Services, LLC  
3938 CR 1290  
Odessa, TX 79765

Sparta Engineering  
702-1st Ave NW, PO Box  
365  
Linden, Alberta T0M 1J0

Speciality Trailer Leasing  
P.O. Box 51166  
Amarillo, TX 79159-1166

SPM Flow Control Inc.  
PO BOX 99395  
Ft. Worth, TX 76199-3095

SPM Flow Control Ltd  
Unit A 8060 Edgar Industrial  
Cres  
Red Deer County, Alberta  
T4P 3R3

Spring Branch I.S.D Tax  
Office  
PO Box 19037  
Houston, TX 77224

SSP Converged Solutions  
3900, Boul. Des Chenaux  
Trois-Rivieres, Quebec G8Y  
1A4

St. Regis Management Inc  
18113-107 Ave  
Edmonton, Alberta T5S 1K4

Staples Advantage  
C/O C25043C, PO Box 2524,  
STN M  
Calgary, Alberta T2P 1B1

Sterling West Credit Corp  
207-4209 99 St.  
Edmonton, Alberta T6E 5V7

Stim-Lab Inc.  
7406N. Highway 81  
Duncan, OK 73533

Stinger Wellhead Protection,  
Inc.  
4301 Will Rogers Parkway,  
Suite 600  
Oklahoma City, OK 73108

StrataGen Inc.  
PO Box 203250  
Dallas, TX 75320

Stratton Oilfield Systems  
2 Park Lane, Suite 201  
Hilton Head Island, SC 29928

Sun Coast Resources, Inc.  
PO Box 202603  
Dallas, TX 75320

Sunsource  
PO Box 730698  
Dallas, TX 75373-0698

T.R. Transport Inc.  
#4, 39125 Range Road 10  
Red Deer County, Alberta  
T4S 2E3

Texas Auto Carriers, Inc.  
5765 Bicentennial St.  
San Antonio, TX 78219

Super 8 - Fox Creek  
206 Highway Ave.  
Fox Creek, Alberta T0H 1P0

TAMMY J. MCRAE  
400 N San Jacinto  
Conroe, TX 77301-2823

Texas Chrome Transport,  
LLC  
16233 IH 35 South  
Atascosa, TX 78002

Superior Propane  
P.O. Box 2875, Stn. M  
Calgary, Alberta T2P 5G1

TBM Group  
108-55202 SH825  
Sturgeon County, Alberta  
T8L 5C1

Texas Comptroller of Public  
Accounts  
Revenue Accounting Division  
- Bankruptcy Section  
P.O. Box 13528 Capitol  
Station  
Austin, TX 78711

Superior Trailer Leasing  
501 Highway 80 East  
Sunnyvale, TX 75182

TBM Sand & Storage  
Logistics, LLC  
4750 Kimberly Farms Drive  
Anderson, CA 96007

Superior Trailer Sales Co.  
501 Highway 80 East  
Sunnyvale, TX 75182

Texas Department of Public  
Safety  
6502 South New Braufels  
Ave  
San Antonio, TX 78223

Superior Wash & Storage Inc  
10808 - 99 St.  
Clairmont, Alberta T0H 0W2

TecERA Inc  
168 Edgevalley Circle NW  
Calgary, Alberta T3A 4X8

Texas Workforce  
Commission  
TWC Building - Regulatory  
Integrity Division  
101 East 15th Street  
Austin, TX 78778

Sussex Auto Parts Ltd.Napa  
Store #7730 792 Main St.  
Sussex, New Brunswick E4E  
2M5

Telebyte Communications  
Inc.  
6816 - 50 Ave  
Red Deer County, Alberta  
T4N 4E3

Sustain Energy Inc  
2841b 39 St. SW  
Calgary, Alberta T3E 3G8

Telus Communications  
PO Box 7575 Stn. Terminal  
Vancouver, British Columbia  
V6B 8N9

The Gear Centre  
15729-118 Ave  
Edmonton, Alberta T5V 1B7

Sylvan Auto Centre Inc.  
5016 50 Avenue  
Sylvan Lake, Alberta T4S  
1S3

Telus Mobility  
PO Box 8950 Stn. Terminal  
Vancouver, British Columbia  
V6B 3C3

The Licensing Company  
123-205 5 Ave SW  
Calgary, Alberta T2P 2V7

SynOil Energy Services  
2000, 300-5 Ave SW  
Calgary, Alberta T2P 3C4

TeraGo Networks Inc.  
PO Box 8956 Postal Station  
A  
Toronto, Ontario M5W 2C5

The Lock & Safe Roome  
Box 6146 515 - 50th Street  
Edson, Alberta T7E 1T6

T & W Tire LLC  
PO BOX 974474  
Dallas, TX 75397-4474

TerraStar, Incorporated  
11 North Main St.  
Waynesburg, OH 44688

The Phone Experts  
4724 - 60th Street  
Red Deer County, Alberta  
T4N 7C7

The Printing House Ltd.  
1403 Bathurst St.  
Toronto, Ontario M5R 3H8

TRICOR  
PO Box 397  
Burlington Ontario L7R 3Y3

United Parcel Service Inc.  
PO Box 7247-0244  
Philadelphia, PA 19170-0001

Thermo Process Instruments,  
L.P.  
PO Box 742770  
Atlanta, GA 30374-2770

Tri-Line Carriers LP  
P.O. Box 430  
Hagersville, Ontario N0A 1H0

United States Attorney  
General  
Department of Justice  
950 Pennsylvania Avenue,  
N.W.  
Washington, D.C. 20530

Thompson & Knight LLP  
PO Box 660684  
Dallas, TX  
75266-0684

Tristar Contracting Ltd  
14801-89 ST  
Grande Prairie, Alberta T8X  
0J2

United States Trustee  
615 E. Houston, Suite 533  
San Antonio, TX 78205

Tire Centers, LLC  
991 Post Oak Road  
Kilgore, TX 75662

Troyer Ventures Ltd.  
9303 - 85 Ave.  
Fort St. John, British  
Columbia V1J 5Z3

US EPA Region 6  
Bankruptcy Contact  
Fountain Place  
1445 Ross Ave.  
Dallas, TX 75202-2750

Titan Supply LP  
5303 - 75 Street  
Edmonton, Alberta T6E 5S5

Tru-Kare Tank & Meter  
Service Ltd.  
RR 1 Site 9, Box 2  
Lacombe, Alberta T4L 2N1

Utah Department of Natural  
Resources  
Division of Oil, Gas and  
Mining  
1594 West North Temple,  
Suite 1210  
Box 145801  
Salt Lake City, Utah 84114-  
5801

Topco Oilsite Products Ltd.  
9519 - 28 Ave.  
Edmonton, Alberta T6N 0A3

Tuscora Rentals, LLC  
832 Kaderly St. NW  
New Philadelphia, OH 44663

Total Transload Services  
ULC  
108 55202 SH825  
Sturgeon County, Alberta  
T8L 5C1

Unifirst Canada Ltd.  
4601 - 63st.  
Red Deer County, Alberta  
T4N 7A6

Van Houtte Coffee Services  
Inc.  
Bay 1, 2915 10 Ave. N.E.  
Calgary, Alberta T2A 5L4

Town of Edson  
605 - 50 St. PO Box 6300  
Edson, Alberta T7E 1T7

Unifirst Holdings, Inc.  
3047 E. Commerce Street  
San Antonio, TX 78220

Vanguard Cleaning Systems  
of Central Texas  
11302 Sir Winston Street,  
Suite 1  
San Antonio, TX 78216

Traction  
UAP #963, 6895 Menway  
Court  
Mississauga, Ontario L5S  
1W2

Unimin Corporation  
PO Box 198867  
Atlanta, GA 30384

Trenerry Consulting  
135 Somerset Square S.W.  
Calgary, Alberta T2Y 3E4

United Farmers of Alberta  
PO BOX 2790 STATION M  
Calgary, Alberta T2P 2M7

Varsity Chrysler  
665 Goddard Avenue NE  
Calgary, Alberta T2K 6K1



Verizon Business  
PO Box 660794  
Dallas, TX 75266-0794

VistaVu Solutions Inc.  
Suite 214, 30 Springborough  
Boulevard SW  
Calgary, Alberta T3H 0N9

VP Sales & Company LP  
P.O. Box 408  
Alice, TX 78333

Wabash National Trailer  
Centers  
RBC Charter One Bank Dept.  
CH 16739  
Palatine, TX 60055-6739

Walter Oil & Gas Corporation  
1100 Louisiana St, Suite 200  
Houston, TX 77002

Weatherford Engineered  
Chemistry  
P.O. Box 301003  
Dallas, TX 75303-1003

Weatherford Laboratories  
C/O C00575, PO BOX 575  
STN M  
CALGARY, Alberta T2P 2J2

Wesclean Equipment &  
Cleaning Supplies Ltd  
11450-149 Street  
Edmonton, Alberta T5M 1W7

Western Vacuum Services  
4706 - 57 St.  
Red Deer County, Alberta  
T4N 2K6

Westmor Industries LLC  
3 Development Drive  
Morris, MN 56267

Westmor Industries, LLC  
PO Box 683, 7 Industrial Blvd  
Morris, MN 56267

Wheels On Safety Training  
7897 - 48 Ave.  
Red Deer County, Alberta  
T4P 2H6

Wiebe Transport  
14605-97 STREET  
GRANDE PRAIRIE, Alberta  
T8V 7B6

Wilson County Tax Office  
Suite 1 - 2 Library Lane  
Floresville, TX 78114

Worker's Compensation  
Board - Alberta  
PO Box 2323  
Edmonton, Alberta T5J 3V3

Worker's Compensation  
Board - BC  
PO Box 9600 Stn Terminal  
Vancouver, British Columbia  
V6B 5J5

Workopolis  
720 King Street West, 10th  
Floor  
Toronto, Ontario M5V 2T3

WS Leasing Ltd  
# 403-960 Quayside Drive  
New Westminster Ontario  
V3M 6G2

Wurth Canada Limited  
345 Hanlon Creek Blvd  
Guelph, Ontario N1C 0A1

Xerox  
P.O. Box 7405  
Pasadena, CA 91109-7405

Zachary T. Shields  
Callister Nebeker &  
McCullough  
10 East South Temple, Suite  
900  
Salt Lake City, UT 84133